

Aberdeen Australian Equities Fund

Product Disclosure Statement

Dated 1 September 2008



Issued by:
Aberdeen Asset Management Limited
ABN 59 002 123 364
AFS Licence No. 240263



Aberdeen

Important notice to investors

Aberdeen Asset Management Limited (ABN 59 002 123 364, AFSL No. 240263) ('Aberdeen', 'we', 'us', 'our') is the issuer of this Product Disclosure Statement (PDS) and of units in the Aberdeen Australian Equities Fund ('the Fund'). We are the responsible entity of the Fund under the Corporations Act. We also act as the investment manager of the Fund.

The Fund is an Australian unit trust, registered as a managed investment scheme under the Corporations Act. The Fund is not listed on a securities exchange.

We have authorised the use of this PDS as disclosure to direct investors and prospective investors of an IDPS or IDPS-like scheme (commonly known as a master trust or wrap account), (together 'IDPS Provider'). If you invest through an IDPS Provider, your rights and liabilities will be governed by the terms and conditions of the disclosure document provided by them. Investors should carefully read those terms and conditions before investing.

This PDS is prepared for your general information only. It is not intended to be a recommendation by us, or any of our associates or any other person, to invest in the Fund. This PDS does not take into account the investment objectives, financial situation or needs of any particular investor. You should not base your decision to invest in the Fund solely on the information in this PDS. You should consider the suitability of the Fund in view of your financial position and investment objectives and needs. We strongly recommend that you seek the services of a licensed financial adviser and tax adviser prior to investing in the Fund.

Units in the Fund are offered and issued by us on the terms and conditions described in this PDS and the underlying Constitution for the Fund. You should read this PDS and the Constitution because you will become bound by these documents if you become a holder of units in the Fund ('Unitholder').

The offer made in this PDS is available to persons receiving this PDS in Australia (electronically or otherwise). If you received this PDS electronically, we will provide a paper copy free upon request during the life of this PDS.

Nothing in this PDS should be interpreted as providing personal financial or taxation advice to potential investors. Please see section 5 for the risks associated with investing in the Fund.

We may change the terms and conditions in the PDS. We will give notice to investors in the case of material changes. Any updated information which is not material may be obtained from your financial adviser or by calling the Aberdeen Client Service team or by visiting the Aberdeen website at www.aberdeenasset.com.au

Aberdeen, and any other entity, do not guarantee the repayment of capital or any rate of return on income or capital or the investment performance of the Fund. Past performance is no indication of future performance.

Contacting Aberdeen

Unitholder Correspondence

Call Client/Adviser Services	1800 636 888
Email Client/Adviser Services	client.service.aust@aberdeen-asset.com
Fax Client/Adviser Services	(02) 9950 2833
Send applications, additional contributions and withdrawals to the registry	Aberdeen Investments C/- RBC Dexia Investor Services Trust Registry Department GPO Box 4600 Melbourne VIC 3001
Fax documents to the registry	Aberdeen Investments C/- RBC Dexia Investor Services Trust Registry Department Fax: (02) 8262 5433

Corporate Correspondence

Telephone	(02) 9950 2888
Fax	(02) 9950 2800
Website	www.aberdeenasset.com.au
Registered address	Client Service Team Aberdeen Asset Management Limited L6, 201 Kent Street Sydney NSW 2000
Postal address	Client Service Team Aberdeen Asset Management Limited GPO Box 4306 Sydney NSW 2001

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1. Why Aberdeen?

At Aberdeen, asset management is all that we do.

We have no ties to other financial institutions, allowing us to focus on our clients' interests. We now manage over \$235 billion¹ of third party assets from our 24 offices in 21 countries around the world.

Our clients access our investment expertise across the three asset classes: equities, fixed income and property.

We package our skills in the form of segregated and pooled products across borders. We invest worldwide and follow a predominantly long-only approach, based on fundamentally sound investments - we do not chase market fads. Aberdeen's investment teams are based in the markets or regions in which they invest. Clients understand our process and portfolios because they are transparent.

Global reach, local understanding

We know global markets from the local level upwards. We believe our focus, size and approach enable us to provide effective asset management and superior client service.

Our teams champion original thinking and knowledge, so investment decisions are based only on our own research.

As a group, we have the scale to provide global coverage of financial markets, yet we are small enough to focus on each and every portfolio decision.

Close-knit teams, clear investment processes and flat structures are important to us. We seek to grow our clients' assets in a way that is manageable and sustainable over the longer term.

Aberdeen in Australia

Aberdeen commenced its Australian operations in December 2000, and currently has in excess of A\$10 billion¹ in assets under management and advice. In addition to managing the investments of a number of Australian registered funds, Aberdeen in Australia also manages the Aberdeen Group's Australian and New Zealand assets for a range of global and domestic clients including a listed investment company and institutional clients.

¹ as at 30 June 2008

2. Key features of the Fund

This section is provided as a summary only. Investors are recommended to read the full details of the Fund in section 4, and the risks associated with investing in the Fund in section 5.

		More details on page
Fund name	Aberdeen Australian Equities Fund	-
Fund inception date	1 July 1999	-
Suggested investment period	5-7 years or more	-
Objective	To outperform the benchmark, the S&P/ASX 200 Accumulation Index, after fees, over rolling three year periods.	-
Performance benchmark	S&P/ASX 200 Accumulation Index	-
Income potential	Moderate	-
Growth potential	High	-
Volatility	High	-
Legal		
ARSN	087 868 264	-
APIR	MGL0114AU	-
Investment		
Initial minimum investment	A\$20,000	7
Additional minimum investment	A\$5,000	13
Minimum balance	A\$20,000	13
Minimum withdrawal	A\$5,000	13
Distribution	Half Yearly (30 June and 31 December)	14
Fees and costs		
Management fee	0.80% per annum (capped) of the net asset value of the Fund	10
Buy/sell spread	As at the date of this PDS the buy/sell spread for units in the Fund is +0.25% on applications and -0.25% on withdrawals.	11
Adviser Service Fee (optional)	Agreed between you and your financial adviser (if you have one)	12
Compliance		
Reporting	Provision of financial, transaction, unitholding, distribution and tax statements, along with investment reports	15
Cooling-off	Up to 19 days cooling-off period may apply to your investment	9
Complaints	We have a complaints handling process in place	20

3. Our equity investment philosophy, process and team

Philosophy

Aberdeen believes, given the inefficiency of markets, that superior long-term returns are achieved by identifying good quality stocks cheaply and holding them for the long term. Sound fundamentals drive stock prices over time. We identify good companies from first-hand research, and add value from active management, which constitutes intensive and ongoing scrutiny at the company level, and not from portfolio trading.

We hold absolute return to be more important over the long term than index-relative performance. We do not see indices as providing meaningful guidance to the prospects of a company or its inherent worth. Neither market capitalisation nor index membership is a guarantee of quality either. As such, we do not use indices as a starting point for building a portfolio, preferring to rely on common sense checks and the principles of diversification. We are comfortable taking decisive positions against the benchmark, underpinned by convictions from proprietary analysis. We do not equate risk with divergence from the benchmark, but with investing in companies that do not deliver.

Process

Aberdeen's 'bottom-up' stock selection process contains two filters:

1. Primary Filter: "Quality" Pass or Fail?

Only companies satisfying quality criteria enter the Aberdeen universe.

We carefully analyse each stock and determine the business prospects and strategy, the management team, the financial strength of the company, the transparency of information and the commitment to shareholders.

2. Secondary Filter: "Price" Cheap or expensive?

We estimate the value of a company relative to its market price and to valuations of similar companies within a relevant universe to ascertain if downside risk is sufficiently reflected at prevailing price levels. We calculate both in absolute and relative terms looking at a range of common data, eg Price/Earnings, Price/Earnings to Growth, dividend yields and net asset value.

Which metric(s) is most relevant depends on the type of business and where we are in the economic cycle.

Proprietary research is our competitive advantage.

Almost all of our research is undertaken in-house, rather than externally generated. The objective is to control and avoid unnecessary risks at the security level. No stock is bought without Aberdeen's fund managers having first met with the companies management. We aim to visit companies in our core portfolios at least once, but in practice it is often at least twice, annually.

We are instinctively contrarian to market momentum, ie much of our turnover is top-slicing on price strength or topping-up on price weakness (assuming fundamentals are unchanged). Actual security changes within the Fund are relatively few, consistent with our long-term approach.

Team

Aberdeen has fund managers in Australia to undertake stock selection, portfolio structuring and asset allocation in relation to the Fund.

4. About the Fund

The Aberdeen Australian Equities Fund ('the Fund') utilises Aberdeen's proven investment philosophy and approach to invest in a concentrated portfolio of stocks that are listed on the ASX and have the potential for capital growth and increased earning potential.

Objective

To outperform the benchmark, the S&P/ASX 200 Accumulation Index, after fees, over rolling three year periods.

In seeking to achieve the Fund's objective, Aberdeen may invest in securities which are not contained in the index used as the Fund's performance benchmark.

Benefits of investing in the Fund

Investors in the Fund benefit from:

- exposure to a concentrated, high-conviction portfolio in which stocks must pass our rigorous quality screens;
- Aberdeen's robust investment process in which quality is the key -
 - our process is disciplined, replicable and consistent; and
 - we always visit a company before investing;
- a portfolio that tends to favour companies which can grow dividends and earnings across the full business cycle. This results in a portfolio which may be less volatile than many of our peers;
- a Fund which is index aware but unconstrained by the benchmark;
- Aberdeen's Australian equities experience - we have been investing in equities in Australia since 1989;
- Aberdeen's inhouse proprietary research. Our company visits and research notes give deeper insights and differentiate us from peers;
- low turnover may result in a more favourable tax position for end investors; and
- exposure to an investment process with a proven track record around the world.

Strategy and investments

The Fund primarily invests in a carefully researched portfolio of Australian listed securities.

The normal characteristics of the Fund are:

- low turnover - the average holding period is around four years;
- significant divergence from the benchmark;
- low cash allocations (cash treated as a residual, ie fully invested); and
- A beta less than or equal to one.

We are owners of companies rather than buyers of stocks.

On occasions (such as where the purchasing costs of the investment can be reduced), a portion of the Fund may be directly invested in other investment vehicles managed by other Aberdeen Group companies. In such situations, no additional management fees are paid by the investor to Aberdeen, other than those already disclosed in this PDS.

Please note that the Fund does not generally borrow to invest.

Risks

There are a number of risks that may potentially impact on the value of your investment and the distributions paid by this Fund. Please read section 5 regarding the risks associated with investing in this Fund.

4. About the Fund

Asset Allocation

The Fund will generally have the following asset allocation investment ranges:

Asset class	Minimum holding	Maximum holding
Australian investments	90%	100%
Cash	0%	10%

You should be aware that the investment allocation can change within the ranges significantly and sometimes quickly.

We aim to actively adjust the investment allocation within these investment ranges. However, we may temporarily move outside of these ranges due to factors, such as significant cash flows into the Fund. If this occurs we will aim to bring the Fund back to within these ranges as soon as practical.

Performance of the Fund

The table below indicates the performance figures since the Fund's inception.

For the latest available performance and asset allocation details, please contact the Aberdeen Client Service team on 1800 636 888. Alternatively you can visit our website at www.aberdeenasset.com.au

Performance summary

Please keep in mind that past performance is not necessarily indicative of future performance and may not necessarily be repeated. Returns are volatile and may go up and down significantly. Historical performance is not a reliable guide to future performance.

Performance summary as at 31 July 2008	Total after fees return ¹	Total before fees return ²	S&P/ASX 200 Accumulation Index ³
1 Year	-11.15%	-10.44%	-15.60%
3 Years pa	8.54%	9.41%	8.84%
5 Years pa	14.48%	15.40%	14.48%
7 Years pa	9.19%	10.07%	10.43%
Since inception, 1 July 1999 pa	11.08%	11.96%	10.07%

¹ The total after fees performance returns for the Fund include both growth and distribution returns and are based on withdrawal prices, after deducting all charges from the Fund and assuming all distributions are reinvested with no allowance made for tax.

If investing through an IDPS Provider, the total after fees performance returns of your investment in the Fund may be different from the information we publish due to cash flows specific to your portfolio and any fees charged by the IDPS Provider.

² The total before fees performance returns for the Fund are provided for the purpose of wholesale investors only. Retail investors should refer to after fees performance returns. These returns include both growth and distribution returns and are based on withdrawal prices, before deducting all charges from the Fund and assuming all distributions are reinvested with no allowance made for tax.

³ Performance shown for the period 1 July 1999 to 3 June 2007 was benchmarked against the S&P/ASX 300 Accumulation Index. From 4 June 2007, the performance of the Fund has been benchmarked against the S&P/ASX 200 Accumulation Index.

5. Risks of investing in the Fund

There are a number of risks that may potentially impact on the value of your investment and the distributions paid by this Fund.

Aberdeen does not guarantee the capital, any rate of return on income or capital, or investment performance of the Fund. Investment in the Fund is subject to risks, including possible delays in the payment of withdrawal proceeds, and loss of income and capital.

While it is not possible to identify every risk factor relevant to investing in the Fund, we have detailed the significant risks below that may apply to investing in the Fund and/or to a managed investment scheme generally, and the risk management strategies employed to address them.

Market risk

Investment returns are influenced by the performance of the market as a whole. Accordingly, changes in legal and economic policy, market sentiment, economic performance, political events and technology failure can all directly or indirectly create an environment that may influence the value of a Fund's investments.

The Fund may invest its assets in international markets or company's with exposure to international markets. Some of these markets tend to be more volatile than the Australian market and the value of these investments could in some circumstances move sharply. There is also the risk that these investments may become illiquid which may constrain our ability to realise them. The registration and settlement arrangements in some of these markets may be less developed than in Australia. Political and economic instability are also more likely to arise in some of these markets, putting the value of these investments at greater risk.

Aberdeen conducts detailed research and analysis to form a view on these matters in order to diversify the investment mix of the Fund to potentially reduce the impact of market risk.

Company specific risk

The value of investments can vary because of changes to management, product distribution or a company's business environment.

Aberdeen's investment process manages the exposure to company specific risk by rigorously interviewing the company's management, in addition to research and analysis, before considering whether to purchase or sell the company's securities.

Stock selection risk

Aberdeen may make poor investment decisions resulting in sub-standard returns.

Aberdeen seeks to mitigate this risk by utilising the knowledge and experience of its fund managers.

Liquidity risk

Liquidity risk refers to the difficulty in selling an asset for cash quickly without an adverse impact on the price received.

Under abnormal or difficult market conditions some normally liquid assets may become illiquid, restricting our ability to sell them and to make withdrawal payments for investors without a potentially significant delay.

Aberdeen aims to use all reasonable endeavours to ensure that securities purchased can be readily sold and that trading volumes of securities are generally expected to be sufficient to satisfy liquidity requirements. However, Aberdeen is not able to guarantee the liquidity of the Fund

Concentration risk

There are risks associated with any fund that concentrates its investment in a single country or region of the world. Concentration of investments allows a fund to focus on a particular region's potential, but it also means that the value of the Fund tends to be more volatile than the value of a more diversified fund. This is because a concentrated fund's value is affected to a greater extent by the performance of investments in that particular country or region.

Aberdeen manages concentration risk by ensuring that the investments in the Fund are spread across a diverse range of industries and businesses within a particular country or region of the world.

Fund risk

Risks particular to the Fund include the fact that it could terminate and/or the fees and expenses, and the investment manager could change. There is also a risk that investing in the Fund may give different results than investing directly because of income or capital gains accrued in the Fund and the consequences of investment and withdrawal by other investors.

Aberdeen aim is to keep Fund risk to a minimum by monitoring the Fund and acting in your best interests.

6. Investing in the Fund

Who can invest in the Fund?

Any person who receives this PDS and resides in Australia can invest in the Fund. Applications can be made by:

- an individual;
- companies;
- trustees (for example, superannuation funds, charities, family trusts); or
- incorporated bodies (for example, unions and associations).

Alternatively you can access the Fund through an IDPS Provider with which we have entered into an agreement to allow units in the Fund to be offered through this service. Please contact the Aberdeen Client Service team for a current list of IDPS Providers through which the Fund is available. We reserve the right to accept or reject applications at our discretion.

Overseas investors

If you do not reside in Australia, you can still invest provided that you warrant to us (on the application form) that you have the authorisation to invest under the laws of your country without the offer contained in this PDS or Aberdeen being registered with, or otherwise regulated by, the regulator of that jurisdiction.

However, legal restrictions in the USA, UK, Canada, Ireland and New Zealand prevent us from accepting applications by persons who reside in these countries, unless they meet certain professional investor criteria. If you have any questions on this issue, please contact the Aberdeen Client Service team. We reserve the right to accept or reject applications at our discretion.

Initial minimum investment

The minimum initial investment in the Fund is A\$20,000. However, lesser amounts may be accepted into the Fund by prior arrangement at our discretion.

Application form and payment

To make an application, you will need to complete the application form, which is included at the back of this PDS. All clients applying for a new Aberdeen account may be required to complete an Identification and Verification form (for the purposes of Anti-Money Laundering and Counter-Terrorism Financing laws). Applicants can then:

- fax the completed forms and send your money by way of electronic transfer to our registrar, RBC Dexia; or
- fax the completed forms and send your cheque by post to our registrar, RBC Dexia; or
- post the completed forms and send your money by way of electronic transfer to our registrar, RBC Dexia; or
- post the completed forms and cheque to our registrar, RBC Dexia.

Cheque

Please make your cheque payable to: *RBC Dexia on a/c of Aberdeen Investments*

Facsimile

Fax your completed application form to our registrar, RBC Dexia:

Aberdeen Investments

C/- RBC Dexia Investor Services Trust Registry Department

Fax: (02) 8262 5433

Electronic transfer

Electronically transfer your money to our registrar, RBC Dexia:

Account name: RBC Dexia on a/c of Aberdeen Investments

Name of institution: National Australia Bank

BSB: 083-001

Account Number: 871692399

Postal address

Post the application form and ID documentation (if applicable)/cheque to our registrar, RBC Dexia:

Aberdeen Investments

C/- RBC Dexia Investor Services Trust Registry Department

GPO Box 4600

Melbourne VIC 3001

Processing an application

The Fund's processing cut-off time is 2pm (Sydney time) on each business day (any day other than Saturday or Sunday on which banks are open for general banking business in Sydney).

If your correctly completed application form and ID documentation (if applicable) is received and accepted by us by 2pm (Sydney time) on any business day, your investment will be processed using the application price for (and you will be a Unitholder in the Fund on) that business day (subject to the receipt of funds by cheque or electronic transfer by 9am the following business day).

If your correctly completed application form and ID documentation (if applicable) is received and accepted by us after 2pm (Sydney time) on any business day, your investment will be processed using the application price for (and you will be a Unitholder in the Fund on) the next business day (subject to the receipt of funds by cheque or electronic transfer by 9am the following business day).

We reserve the right to accept or reject all or part of an application at our discretion and delay processing of applications where we believe this to be in the best interests of all Unitholders. See section 9 to understand how we calculate the application price.

6. Investing in the Fund

Once your application form has been accepted and processed, you will receive units in return for your investment and become a Unitholder in the Fund. The number of units issued to you is determined by dividing your investment amount by the application price. See section 9 for further information regarding your rights as a Unitholder.

Recent application prices

For recent application prices for the Fund, please contact us or visit our website at www.aberdeenasset.com.au

Other investing information

Unit trusts

Unit trusts are vehicles that allow investors to pool their money with that of other investors and this pooled money is then managed by an investment manager, in this case Aberdeen. Aberdeen manages the pooled money in accordance with the objectives, guidelines and strategies of the Fund (see section 4). Investing in the Fund allows investors to access what they may otherwise not be able to access independently, including the services of an investment manager.

When you invest, your money buys units in the Fund, which represent your holding in the Fund. Each unit in the Fund confers an equal and proportionate beneficial interest in the net assets of the Fund. The number of units you receive depends on the amount you invest and the current unit price.

Authorised representatives

Investors may elect to appoint an authorised representative to operate their account. If a company is appointed as an authorised representative, the powers will extend to any director and authorised officer of the company. If a partnership is appointed as authorised representative, the powers will extend to all partners.

Such appointments last until cancelled by you in writing.

Once you appoint an authorised representative, the representative can (without limitation):

- make additional investments on your behalf;
- request that distribution instructions be altered;
- redeem all or part of your investment in the Fund and direct where redemptions shall be paid; and
- enquire and obtain copies in relation to the status of your investment.

If you appoint an authorised representative we suggest that you ensure that the representative cannot appoint another representative.

By appointing an authorised representative, you release, discharge and agree to indemnify us, RBC Dexia (our registrar) and State Street Australia Limited (our administrator and custodian) from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from us, RBC Dexia and State Street Australia Limited acting on the instructions of your authorised representative.

You also agree that any instructions of your authorised representative to us or RBC Dexia or State Street Australia Limited which are followed by us or RBC Dexia or State Street Australia Limited, shall be a complete satisfaction of our or RBC Dexia's or State Street Australia Limited's obligations, notwithstanding any fact or circumstances, including that the instructions were made without your knowledge or authority. You agree that if the authorised representative's instructions are followed by us or RBC Dexia or State Street Australia Limited, you and any person claiming through or under you shall have no claim against us or RBC Dexia or State Street Australia Limited in relation to those instructions.

IDPS

If you intend to invest in the Fund through an IDPS Provider (commonly known as a master trust or wrap account), you will need to give a direction to the IDPS Provider to invest in the Fund and complete the documents provided by them. You do not need to complete the application form attached to this PDS. Please contact the Aberdeen Client Service team for a current list of IDPS Providers through which the Fund is available.

Investing through an IDPS Provider may result in you becoming an indirect investor and not a Unitholder in the Fund. If so, you do not acquire the rights of a Unitholder and the IDPS Provider acquires the rights of the Unitholder and can exercise, or decline to exercise, them on your behalf. You should consult with the IDPS Provider to ascertain whether you will be an indirect investor.

As an indirect investor you do not receive distributions or reports directly from us or directly participate in meetings and can only withdraw depending upon the withdrawal times allowed by the IDPS Provider. Your rights as an indirect investor should be set out in the disclosure document issued by the IDPS Provider.

You may wish to seek appropriate tax advice before becoming an indirect investor.

6. Investing in the Fund

Cooling-off rights

If you invest in the Fund as a Retail Client, you have 14 days from the earlier of 5 days after we issue units to you or receipt by you of a confirmation statement to have your investment repaid (cooling-off period). The amount repaid will be adjusted to take into account any transaction and administration costs and increase/decrease in the value of your investment.

Your right to be repaid during this cooling-off period does not apply:

- where your units have been issued due to a reinvestment of your distribution;
- if you are a Wholesale Client;
- if you invested through an IDPS Provider; or
- if you have exercised your rights as a Unitholder in the Fund.

To have your investment repaid, please write to us at the following address setting out your account details and stating that you wish to be repaid during the cooling-off period:

Aberdeen Investments
C/- RBC Dexia Investor Services Trust Registry Department
GPO Box 4600
Melbourne VIC 3001

Anti-Money Laundering and Counter-Terrorism Financing laws

We are required to comply with these laws, including the need to establish your identity (and, if relevant, the identity of other persons associated with your account). Instructions for completing the identification process are included with the application forms in this PDS.

Additionally, from time to time, we may require additional information to assist with this process.

We may be required to report information about you to the relevant authorities. We may not be able to tell you when this occurs.

We may not be able to transact with you or other persons. This may include delaying, blocking, freezing or refusing to process a transaction. This may impact on your investment and could result in a loss of income and principal invested.

7. Fees and other costs

Consumer advisory warning

Did you know?

Small differences in both investment performance and fees and costs can have a substantial impact on your long term returns. For example, total annual fees and costs of 2% of your fund balance rather than 1% could reduce your final return by up to 20% over a 30 year period (for example, reduce it from A\$100,000 to A\$80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs. You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask the fund or your financial adviser.

To find out more

If you would like to find out more, or see the impact of fees based on your own circumstances, the **Australian Securities and Investments Commission (ASIC)** website (www.fido.asic.gov.au) has a managed investment fee calculator to help you check out different fee options.

Fees and other costs

This section shows fees and other costs that you may be charged. These fees and costs may be deducted from your money, from the returns on your investment or from the Fund's assets as a whole.

Unless otherwise stated, all fees quoted in this PDS are gross of income tax, inclusive of GST (and any applicable stamp duty) and net of an estimate of any applicable Reduced Input Tax Credits (RITCs). All dollar amounts quoted are in Australian dollars. See section 9 for further tax information.

You should read all the information about fees and costs because it is important to understand their impact on your investment.

TYPE OF FEE OR COST	AMOUNT	HOW AND WHEN PAID
Fees when your money moves in or out of the Fund¹		
Establishment fee - Fee to open your investment	Nil	There is no establishment fee payable when you set up your investment in the Fund.
Contribution fee - Fee on each amount contributed to your investment	Nil	There is no contribution fee payable when you invest in the Fund.
Withdrawal fee - Fee on each amount you take out of your investment	Nil	There is no withdrawal fee payable when you redeem investments from the Fund.
Termination fee - Fee to close your investment	Nil	There is no termination fee payable when you withdraw from the Fund.
Management Costs - These are the fees and costs for managing your investments.		
Investment management fee (pa) ²	0.80%	This fee is paid to Aberdeen for managing the Fund. It is calculated daily based on the net asset value of the Fund. This fee is accrued daily and calculated and paid monthly in arrears from the Fund prior to calculation and payment of distributions.
Service Fees		
Investment switching fee – fee for changing investment options	Nil	Not applicable.
Adviser Service Fee (optional)		Please refer to page 12 for further details.

¹ Buy/Sell spreads are payable. Please see over page.

² A portion of the Fund may be directly invested in other investment vehicles managed by us and other Aberdeen Group companies. In such situations, no additional investment management fees are paid to Aberdeen by the investor, other than that already disclosed in this PDS.

7. Fees and other costs

Example of annual fees and costs

This table gives an example of how the fees and costs for the Aberdeen Australian Equities Fund can affect your investment over a one-year period. You should use this table to compare this product with other managed investment products.

EXAMPLE - Aberdeen Australian Equities Fund	Opening balance of A\$50,000 with an investment of A\$5,000 during the year.	
Contribution Fees	Nil	There are no contribution fees for making additional investments into the Fund. Accordingly, for every A\$5,000 you put in you will be charged A\$0.00.
PLUS Management costs	0.80%	And for every A\$50,000 you have in the Fund, you will be charged A\$400.00 each year.
EQUALS Cost of the Aberdeen Australian Equities Fund	If you had an investment of A\$50,000 at the beginning of the year and you put in an additional A\$5,000 during that year, you would be charged fees of A\$400.00 to A\$440.00*. However, what it actually costs you will depend on the service fees you negotiate with your financial adviser (if any).	

* This total is made up from A\$55,000 x 0.80% and the calculation assumes the A\$55,000 is the total net asset value of the Fund. However, in reality, the management costs charged during the year (and the amount you pay) will depend on when the additional investment is made (and the management cost will be apportioned accordingly), your investment balance and the total value of the Fund.

The table above excludes any buy/sell spread costs payable for investing in the Fund.

There are no establishment fees, contribution fees, withdrawal fees, switching fees or termination fees charged by us.

Indirect Cost Ratio

An Indirect Cost Ratio (ICR) is used to calculate the management cost of investing through a managed fund, compared with investing directly in the underlying assets of the Fund.

An ICR is calculated by dividing the total fees and expenses (but not transaction costs) by the Fund's total average net assets over a financial year and expressing the figure as a percentage of the average net asset value of the Fund.

As the Fund has a fixed investment management fee, all costs are paid by us from the investment management fee of 0.80% pa.

Additional explanation of fees and costs

Buy / sell spread

The Fund also incurs transaction costs (such as brokerage and settlements and clearing costs), more commonly known as the "buy/sell spread". These costs are additional costs incurred when investors invest in or withdraw from the Fund or when a Fund transacts (that is buys or sells underlying securities) and do not form part of the management costs (that is, these costs are not paid to us). Buy/sell spreads are designed to protect investors by ensuring that the expense of buying or selling the underlying securities is borne by those who invest or withdraw from the Fund.

The buy spread is the percentage amount by which we increase the unit price payable on applications into the Fund. The sell spread is the percentage amount by which we decrease the unit price payable on withdrawals from the Fund. Accordingly the buy/sell spread figure provided is an estimate only and it is not possible to determine in advance the exact cost of buying or selling securities each time an investor invests in or withdraws from the Fund. In determining the estimated buy/sell spread, Aberdeen considers what the actual costs have been in the past and accordingly, these costs may change over time.

As at the date of this PDS the buy/sell spread for units in the Fund is +0.25% on applications and -0.25% on withdrawals.

The buy/sell spreads will impact the return on your investment and because they are built into the Fund's unit prices, they will not be recorded separately on your statements.

7. Fees and other costs

Fees payable to financial advisers (optional)

We do not pay, from the assets of the Fund, any ongoing commissions to financial advisers. Accordingly, fees payable to financial advisers do not form part of the total management costs.

However, if you use a financial adviser, you may agree with your financial adviser that they be paid an 'Adviser Service Fee' (directly from your investment in the Fund) for the service they have provided. This fee is a withdrawal from your investment in the Fund and is paid to your financial adviser, not to Aberdeen.

This fee is the agreed percentage amount (minimum of 0.25%) per annum of the value of your investment in the Fund calculated based on the value of your holdings on the calculation date. The service will be calculated as at the end of March, June, September and December of each year (or the nearest business day) and paid to your financial adviser soon after.

For your financial adviser to receive a fee, the nominated percentage must be specified on the application form, otherwise we will assume that no such fee is payable. Once this fee is nominated, the fee will be paid to your financial adviser on a quarterly basis until you tell us otherwise. You must advise us in writing if you wish to cancel or change the percentage payment of the service fee to your financial adviser. You can also choose to nominate a financial adviser but not pay the adviser a fee.

Details of all amounts paid to your financial adviser out of your investment in the Fund will be detailed on your half-yearly investment statement.

The payment of this fee may have taxation implications for you. You should seek professional taxation advice if you are unsure as to how this applies to you.

Changing the fees

We may increase all the fees noted above, or introduce new fees. Reasons for increasing fees might include changing economic conditions or changes in regulations or to the Fund's Constitution.

Under the Constitution, the responsible entity can charge the following maximum fees:

- contribution fees (entry fees): 2% of your application money for units,
- withdrawal fees (exit fees): 2% of the withdrawal price of units; and
- the management fee component of management costs: 2% per annum of the net asset value of the Fund.

In accordance with section 1017B of the Corporations Act, we will provide investors with at least 30 days' notice of any proposed increase to our fees. We cannot charge more than the Constitution allows (to change the Constitution in this regard, we would need to obtain Unitholder approval).

Differential fee arrangement

We have the ability to negotiate a reduced investment management fee on a case by case basis for large "wholesale" or "professional" investors (as defined in the Corporations Act) who may invest very large amounts of money in the Fund. We may also have a rebate arrangement in place with some wholesale or professional investors. Our policy in relation to rebates ensures that these fee arrangements do not adversely affect the fees paid by any other investor. Please contact the Aberdeen Client Service team on 1800 636 888 if you are a wholesale or professional investor and wish to discuss a reduced investment management fee.

We may pay some of our fees (not from the assets of the Fund) to IDPS Providers because they offer the Fund on their investment menus.

Soft dollar arrangements

Aberdeen or its delegates may engage in dealings with soft dollar brokers as part of its normal operations. These arrangements are undertaken in accordance with Aberdeen's policies and are generally used by Aberdeen to enhance and assist with the investment decision making process.

Alternative forms of remuneration register

As a member of the Investment and Financial Services Association Ltd (IFSA), Aberdeen is required to maintain an Alternative Forms of Remuneration Register ('Register'). The Register outlines material alternative forms of remuneration paid and received (if any). The Aberdeen Register is publicly available.

8. Managing an investment in the Fund

Enquiries

Once your account is established you can make additional investments or withdraw from the Fund, subject to the minimum limits set out below. Alternatively, you may wish to discuss these options with the Aberdeen Client Service team on 1800 636 888.

All such additional investments and withdrawal requests should be posted or faxed to our registrar, RBC Dexia:

Aberdeen Investments
C/- RBC Dexia Investor Services Trust Registry Department
GPO Box 4600
Melbourne VIC 3001

Aberdeen Investments
C/- RBC Dexia Investor Services Trust Registry Department
Fax: (02) 8262 5433

Additional investments

If you are already an investor in the Fund, you can make additional investments at any time. No contribution fees are payable. However, normal buy/sell spread applies.

The minimum additional investment amount in the Fund is A\$5,000. However, we may, at our discretion, accept lesser amounts.

Any additional investments must be made in accordance with the PDS current at the time of the addition. You can obtain a copy of the current PDS, free of charge, by either visiting Aberdeen's website www.aberdeenasset.com.au or by contacting the Aberdeen Client Service team on 1800 636 888.

You can make the additional investment by cheque or electronic transfer, together with an application form, in the same way as you made your initial investment (see section 6).

See section 9 to know how we calculate the application price.

Transferring units

You may transfer your units to another party by providing a written request and a signed standard transfer form. In most circumstances, stamp duty may apply to the transfer. If you are unsure, please call the Aberdeen Client Service team on 1800 636 888. You must arrange for the transfer form to be stamped prior to sending the transfer form to us. If the transferee is a new investor then the transferee must also complete an application form and ID documentation (if applicable). All transfers are subject to the transferee being eligible to hold units in the Fund. We reserve the right to refuse to register any transfer if all relevant documents have not been completed or if the transferee is ineligible to hold units in the Fund.

A transfer of units involves a disposal of units, which may have tax implications. You should obtain legal and tax advice before requesting a transfer.

Requests to transfer should be posted to:

Aberdeen Investments
C/- RBC Dexia Investor Services Trust Registry Department
GPO Box 4600
Melbourne VIC 3001

Withdrawals

You can make a withdrawal from the Fund by sending or faxing a completed withdrawal form or a written signed request stating:

- your unitholder account number;
- the name of the Fund from which you are withdrawing;
- how many units (or the value of your investment that) you wish to withdraw;
- your bank account details (if you require the withdrawal proceeds to be electronically deposited into an Australian bank account) or alternatively please notify us if the withdrawal payment is to be made by cheque; and
- your signature (and if you hold the investment in joint names, generally, both/all investors need to execute the withdrawal request).

Withdrawal forms can be downloaded from our website, or can be obtained by calling the Aberdeen Client Service team.

We will not make a withdrawal payment to any third party.

The minimum withdrawal amount from the Fund is A\$5,000, unless the entire investment is withdrawn. No withdrawal fees are payable on a withdrawal. However normal buy/sell spread applies.

We have the right to fully redeem your investment in the Fund if a withdrawal request would result in your holding falling below A\$20,000 in the Fund.

If you gain exposure to our Funds through an IDPS Provider, to withdraw, you will need to complete the documents which the IDPS Provider requires.

However, where the Fund is not Liquid (as defined in the Corporations Act) you do not have a right to withdraw from the Fund and can only withdraw when we make a withdrawal offer to you in accordance with the Corporations Act. We are not obliged to make such offers. The Fund is currently Liquid.

8. Managing an investment in the Fund

Processing a withdrawal

The Fund's processing cut-off time is 2pm (Sydney time) on each business day (any day other than Saturday or Sunday on which banks are open for general banking business in Sydney).

Valid withdrawal requests received and accepted by us by 2pm (Sydney time) on any business day will be processed at the withdrawal price calculated for that business day (and you will not be a Unitholder in the Fund if you withdraw your entire holding in the Fund on that business day).

Valid withdrawal requests received after 2pm (Sydney time) on any business day will be deemed to have been received and accepted by us on the next business day and will be processed at the withdrawal price for that business day (and you will not be a Unitholder in the Fund if you withdraw your entire holding in the Fund on the next business day).

See section 9 to know how we calculate the withdrawal price.

Payment of withdrawal proceeds

Your withdrawal proceeds will be paid to you either by cheque or electronically deposited into your nominated Australian bank account, normally within 7 business days of the receipt and acceptance of the withdrawal request.

However in some circumstances where the assets of the Fund may not be readily realisable to meet the withdrawal, the Constitution for the Fund allows us a longer period of time to pay the withdrawal request, and allows us to suspend the redemption of any units we have agreed to redeem, in certain circumstances.

Distributions

The components of the distributions you receive depend upon the distributable income available in the Fund and how many units you hold as at a Distribution Record Date. The Distribution Record Dates for the Fund are the last business day of each half year (or any business day in the case of a "special distribution" being paid). An investor must be registered as a Unitholder in the Fund on a Distribution Record Date in order to receive the Fund's distributable income, if any.

On occasions the Fund may pay a special distribution, that is, a distribution payment in addition to that normally paid according to the Fund's distribution period. A special distribution may occur when there is either significant gains or a significant withdrawal from the Fund.

Distribution amounts will vary from year to year and there may be times when there is no distribution paid.

You will only be entitled to a distribution (if one is payable) if you are a Unitholder on the Distribution Record Date. If your application is received and accepted by us before 2pm (Sydney time) on the Distribution Record Date, you will be a Unitholder on the Distribution Record Date and entitled to any distributions which may be payable for the Fund. Accordingly, if you invest just before the Distribution Record Date, the unit price may already include income that you would be entitled to receive at the Distribution Record Date. Consequently, by investing just before the Distribution Record Date, you may have some of your capital returned to you as income.

If you submit a full withdrawal request and such a request is received and accepted by us before 2pm (Sydney time) on the Distribution Record Date, you will not be a Unitholder on the Distribution Record Date. Accordingly you will not be entitled to any distributions which may be payable for the Fund on the Distribution Record Date.

Distributions reinvested into the Fund will be reinvested using the unit price calculated immediately after the distribution is determined on the last day of the distribution period. There are no transaction costs on reinvested distributions.

After a distribution is paid the unit price usually falls by a similar amount as the distribution per unit.

We will not make a payment to any third party.

The above could affect your taxation position so please seek professional tax advice.

How distributions are paid

You can choose to have your distributions:

- automatically reinvested in units in the Fund;
- paid directly to your nominated Australian bank account;
- or
- paid to you by cheque mailed to your address.

Distribution payments are normally made within 30 days of the end of the relevant distribution period. If you do not make a choice on the application form, your distributions will be reinvested.

You can change your preference at any time by sending or faxing the request to change to:

Aberdeen Investments
C/- RBC Dexia Investor Services Trust Registry Department
GPO Box 4600
Melbourne VIC 3001

Aberdeen Investments
C/- RBC Dexia Investor Services Trust Registry Department
Fax: (02) 8262 5433

8. Managing an investment in the Fund

Reports

Unitholders receive the following regular reports.

Reports	Frequency
Transaction statements	After each transaction
Unitholder statements	Half-yearly (30 June and 31 December)
Financial statements and auditor's report	Annually (Optional)
Distribution statements	Half yearly (30 June and 31 December)
Tax statements	Annually

You can request a transaction statement at any time. Statements are sent by mail, email or facsimile as nominated by the Unitholder. If you gain exposure to the Fund through an IDPS Provider, you should make enquiries directly with the IDPS Provider regarding the reports they provide. If you would like to view the monthly Fund update, please see our website www.aberdeenasset.com.au or contact the Aberdeen Client Service team.

You can also contact the Aberdeen Client Service team, your IDPS Provider or visit the Aberdeen website for updated information on performance, unit prices, Fund size and other general information about the Fund.

As a disclosing entity, we have regular reporting and disclosure obligations under the Corporations Act. Copies of any documents which we have lodged with ASIC to comply with these requirements may be obtained or can be inspected at an ASIC office. On request, we will provide you free of charge with copies of the most recent annual financial report for the Fund, the half yearly financial report (where relevant) and any continuous disclosure notices lodged by us with ASIC.

Conditions for use of the facsimile transaction facility

We will process facsimile requests in the manner and within the timeframes specified in this PDS.

There is a risk that fraudulent facsimile requests may be made by a third party. You agree that none of the responsible entity or the responsible entity's officers, employees or agents are responsible for any fraudulently completed communications and that none of the responsible entity, its officers, employees or agents will compensate you for any losses arising from such communications. You release and indemnify the responsible entity, its officers, employees and agents against any liabilities whatsoever arising from the responsible entity, its officers, employees or agents acting on facsimile communications from, or purporting to be from, you.

9. Other important information

Fund valuation and pricing of units

Valuation

All units in the Fund have equal value.

The Fund is normally valued as at the end of each business day. Valuations are based on the current market value of assets in the Fund and this forms the basis for calculating the application and withdrawal prices. For example, for valuation purposes, this means that if the security is traded on a securities exchange, the value of the security will be the last traded price prior to valuation or close of the relevant market, whichever is the later. Where certain securities in which the Fund may invest are not regularly traded in an organised market, our policy is to approach dealers or issuers to provide values for those securities.

Aberdeen has developed a formal written policy in relation to the guidelines and relevant factors taken into account when exercising any discretion in calculating unit prices (including determining the value of assets and liabilities). A copy of the policy and, where applicable and to the extent required, any other relevant documents in relation to the policy will be made available to investors free of charge on request. Alternatively, you can view the policy on our website at www.aberdeenasset.com.au

Application price

The application price of a unit is calculated by taking the net asset value of the Fund, divided by the number of units in the Fund on issue, then adding an amount representing transaction costs (i.e. buy spread) which may be payable to convert application monies to investments. The application price may be rounded to the fourth decimal point of a dollar.

Withdrawal price

While the Fund is Liquid, the withdrawal price of a unit is calculated by dividing the net asset value of the Fund by the number of units in the Fund on issue, then deducting an amount representing transaction costs (i.e. sell spread) which may be payable to convert investments to cash for withdrawal purposes. The withdrawal price may be rounded to the fourth decimal point of a dollar.

When the Fund is not Liquid, the withdrawal price of a unit will be specified in any withdrawal offer. However, we are not obliged to make such offers.

Labour standards, environmental, social or ethical considerations

Our investment decisions are primarily based on economic factors and we do not specifically take into account labour standards or environmental, social or ethical considerations.

Regulatory information

Responsible entity

Aberdeen Asset Management Limited is the responsible entity of the Fund. It is our responsibility to administer the Fund in accordance with its Constitution. We hold an AFSL No. 240263.

Custodian, registrar and administrator

RBC Dexia Investor Services Trust has been appointed as registrar of the Fund.

State Street Australia Limited has been appointed by us to hold all assets of the Fund and to provide administration functions and maintain the primary books and records of the Fund.

Auditor

Pricewaterhouse Coopers undertakes the financial audit of the Fund's financial statement and compliance plan in accordance with the Corporations Act.

Current PDS and updating information

We may change the terms and conditions in the PDS. We will give notice to investors in the case of material changes. A copy of the current PDS is available from Aberdeen on request at any time, free of charge, or from the Aberdeen website at www.aberdeenasset.com.au

9. Other important information

Consents

RBC Dexia Investor Services Trust is responsible for the unit registry services of the Fund. RBC Dexia Investor Services Trust has no supervisory role in relation to the operation of the Fund and has no liability or responsibility to Unitholders for any act done or omission made in accordance with the agreement. RBC Dexia Investor Services Trust was not involved in preparing, nor takes any responsibility for, this PDS and RBC Dexia Investor Services Trust makes no guarantee of the success of the Fund nor the repayment of capital or any particular rate of capital or income return. RBC Dexia Investor Services Trust has given its written consent to being named as the unit registry services provider in this PDS.

State Street Australia Limited has given its written consent to being named as custodian and administrator of the Fund in this PDS, and has not withdrawn such consent prior to the issue of this PDS. State Street Australia Limited otherwise takes no responsibility for the content of this PDS.

Pricewaterhouse Coopers has given its written consent to being named in the PDS as the auditor of the Fund's financial statement and compliance plan. At the date of issue of this PDS, it has not withdrawn its written consent to being named. Pricewaterhouse Coopers otherwise takes no responsibility for the content of this PDS.

The information under the heading "Australian taxation information" has been reviewed by Greenwoods & Freehills who have indicated that, based on the law at 25 August 2008, the information is not misleading by either misstatement or omission. It has given its written consent to the issue of this PDS containing the information under the heading "Australian taxation information" and has not withdrawn its consent prior to the issue of this PDS. Greenwoods & Freehills takes no responsibility for the content of this PDS other than the information under the heading "Australian taxation information".

Australian taxation information

General

The taxation information below is of a general nature only. Investors should obtain advice from professional advisers about their individual circumstances. Investors who invest in the Fund through an IDPS Provider should seek separate tax advice. We may be generally required to deduct withholding tax from distributions to non-resident investors other than distributions of capital gains and foreign source income. We may also be required to deduct tax (at the highest marginal tax rate, including the Medicare Levy) on distributions to investors who do not provide a TFN, ABN or details of their exemption on the application form.

Distributions

It is our policy to fully distribute the net income of the Fund to investors every year.

Generally Australian investors are taxed on their share of the taxable income of the Fund in the year in which they become entitled to distributions of income, even though payments may not be received that year. This is regardless of whether the distributions are paid to the investors or are reinvested as additional units. As a result, Australian tax will not be payable by the Fund.

Distributions to the investors by the Fund may also include a share of the net capital gains realised by the Fund. The Fund may have alternative methods of calculating the capital gain included in the assessable income of the Fund. Where the Fund has reduced the capital gain included in the assessable income of the Fund by 50% (i.e. used the discount capital gain method), the investor must gross-up the trust distribution attributable to the gain by the amount of the discount before applying the investor's appropriate discount percentage. The discount will be 50% in the case of individual and trustee investors and one-third in the case of superannuation fund investors. Aberdeen will provide investors with the necessary information to calculate the amount of capital gain to be included as assessable income.

Investors may be able to offset the capital gains against capital losses that they have incurred from other sources. If an individual, trustee or superannuation fund investor chooses to apply the capital losses against any discount capital gains, the capital losses must be applied against the grossed-up capital gain before applying the appropriate discount percentage. Non-taxable distributions from the Fund, other than the non-assessable amount of the discount capital gain made by the Fund, will reduce the cost base of the investor's units in the Fund for capital gains tax (CGT) purposes. Distribution of these amounts may also result in an amount being immediately assessable to the investor as a capital gain.

9. Other important information

If the investor's Fund derives foreign source income, the foreign income may be grossed-up for any foreign tax paid. Australian resident investors may be entitled to a foreign income tax offset against their Australian tax liability for the share of such foreign tax paid. Broadly, the amount of the offset is equal to the foreign income tax taken to have been paid by an investor. However, there is a maximum limit of an investor's tax offset. The limit of the foreign income tax offset is the greater of \$1,000 and an amount worked out by reference to the amount of Australian tax payable on all of the foreign income derived by the investor.

Foreign Investment Funds

Special taxation provisions apply to investments in Foreign Investment Funds (FIF). Specific exemptions are available. Aberdeen intends to manage the Fund so as to ensure it derives no deemed income pursuant to the FIF rules.

Disposal of units

If investors withdraw units or if there is a redemption of units as a result of payment of adviser service fee amounts, this constitutes a disposal for tax purposes. The tax consequences of a disposal depend on the particular circumstances of each investor. Generally, any profit an Australian investor makes on disposal is subject to CGT. However, if an investor is regarded as a trader or speculator, any profits may be taxed as ordinary income. Certain types of investors who have held their units for at least 12 months, may reduce the capital gain included in their assessable income from the disposal of units in the Fund by their appropriate discount percentage (similar to that described under the heading "Distributions" in this section). For non-resident investors holding units in the Fund who have not used their units in the Fund at any time in carrying on a business through an Australian permanent establishment, any capital gain or loss arising from the disposal of their units in the Fund should be disregarded. Non-resident investors who hold their units in the Fund on revenue account should seek their own professional advice, as the Australian taxation treatment may depend on the source of the gain and whether a double taxation agreement exists between their country of residence and Australia.

The Constitution, your rights and our indemnity

Constitution

The Fund is regulated by the Corporations Act, its Constitution and the general laws of Australia. The Constitution sets out the conditions under which the Fund is to operate, the rights and liabilities of Unitholders and our rights, powers, responsibilities and duties as responsible entity.

When you become a Unitholder, your rights and obligations are governed by the Constitution of the Fund. Similarly, our responsibilities and obligations, as the responsible entity of the Fund, are also governed by the Constitution of the Fund (as well as the Corporations Act and general trust law).

The Constitution for the Fund contains provisions relating to:

- your powers, rights and obligations as a Unitholder;
- the commencement, duration and termination of the Fund;
- the application, issue and withdrawal of units;
- how units are valued;
- income and capital distributions;
- unitholder meetings;
- our powers, as responsible entity, to invest or borrow, limitations on our liability, our rights including the right to charge fees, recover expenses and be indemnified; and
- your liability (in this respect, the Constitution of each Fund states that your liability is limited to the amount you paid for your units, but the courts are yet to determine the effectiveness of provisions of this kind. Accordingly, no absolute assurance can be given that your liability as a Unitholder in the Fund is limited in every situation).

We may alter the Constitution of the Fund, but only in accordance with the provisions in the Constitution and the Corporations Act. You may inspect the Constitution of the Fund at our offices on any business day free of charge, or obtain a free copy by contacting the Aberdeen Client Service team on 1800 636 888.

9. Other important information

Your rights as a Unitholder

Each unit you hold in the Fund confers a proportional beneficial interest in the net assets of the Fund. You do not, however, have any entitlement to any particular part of the Fund, the direct assets of the Fund or the management or operation of the Fund (other than through investor meetings). As a Unitholder in the Fund, you have the right:

- to participate in income or capital distributions from the Fund (or Funds) you are invested in;
- to receive reports about your investment;
- where the Fund is Liquid, to have your units repurchased or withdrawn in accordance with the Constitution;
- to participate in distributions on termination or winding up of the Fund;
- to have complaints about the investment addressed in accordance with the relevant Constitution and the Corporations Act; and
- to call, attend and vote at meetings.

Compliance, complaints and privacy

Compliance plan and committee

We have prepared and lodged a compliance plan for the Fund with ASIC. The plan describes our procedures to comply with the Corporations Act and the Fund's Constitution. Each year the plan for the Fund is audited and the audit report is lodged with ASIC.

We have established an independent compliance committee for the Fund. It is the compliance committee's function to monitor our compliance with the compliance plan.

Pricewaterhouse Coopers is the auditor of the Fund's compliance plan.

Proxy voting and corporate governance

The exercise of voting rights is an important aspect of the investment management process and the fund manager's ability to influence corporate management and manage the performance of portfolios, where applicable. Aberdeen will vote on all company resolutions where it has the authority to do so. Aberdeen will report on the outcome of its Australian proxy voting record on an annual basis.

Aberdeen considers corporate governance to be concerned with the way companies are governed, as distinct from the way the businesses within them are managed. Such issues include a governance structure and selection of directors. Aberdeen adheres to the corporate governance guidelines issued by the Investment and Financial Services Association.

For further details on Aberdeen's approach to proxy voting and corporate governance, please refer to the policies set out in the 'Proxy Voting' section of our website.

Related party transactions

The Fund may be involved in related party transactions, such as investing in another fund or assets of which Aberdeen or its associates is the responsible entity, manager, trustee or promoter, or transferring assets from/to such a fund.

Any such arrangements are subject to strict legal and compliance guidelines to protect the interests of Unitholders, including that they be allowable under the terms of the Fund documentation and are on an arm's length basis.

Insurance

Aberdeen maintains adequate professional indemnity insurance.

9. Other important information

Changes to investment policy

Unitholders will be given notice of any material change to the investment policy of the Fund as described in this PDS. Subject to law, however, if we need to protect the assets of the Fund by moving to cash or liquid assets in excess of those limits shown in the Fund's investment parameters in section 4, we may do so without notice.

Borrowings

We do not intend to undertake any long-term borrowings for the Fund, however the Constitution permits borrowing. Short-term borrowings are undertaken for operational purposes from time to time.

Complaints resolution

An internal complaints handling procedure has been established by Aberdeen. Complaints can be made in writing and forwarded to:

*Client Services Manager
Aberdeen Asset Management Limited
GPO Box 4306,
Sydney, NSW 2001*

Alternatively, you can lodge your complaint by contacting the Aberdeen Client Service team on 1800 636 888.

We will always acknowledge any complaint in writing and use reasonable endeavours to deal with or resolve your complaint within 45 days.

Aberdeen is a member of the Financial Ombudsman Service ('FOS'). This is an independent dispute resolution service. If you are not satisfied with our handling of your complaint, you can contact FOS at:

*Financial Ombudsman Service
GPO Box 3
Melbourne VIC 3001
Phone: (toll free) 1300 780 808 or Fax: 03 9613 6399
Email: info@fos.org.au
Website: www.fos.org.au*

If you are investing through an IDPS Provider, the enquiries and complaints should be directed to the operator of the service.

Privacy

When you complete the application form for units in the Fund, we will be collecting personal information from you. This information will be used to establish and support the ongoing administration of your investment in the Fund, to advise you of new developments relevant to your investment in the Fund and to comply with Australian taxation laws, the Corporations Act and other laws and regulations. It is not compulsory for an individual to provide us with a Tax File Number but if it is not provided it may mean that we need to withhold tax from that investor as required by the ATO.

Please cross the box on the application form if you do not wish to receive promotional material from Aberdeen. If you do not mark the box on the application form, we will assume that you agree to receive promotional material from us.

We will not be able to process your application or administer your investment if you do not provide us with your personal information. We may disclose your personal information to external parties situated in Australia and offshore which provide services to us in relation to the Fund (confidentiality arrangements apply), such as custodial and registry service providers, bulk mailing, market research and information technology support, and providers of printing and postal services, or a government or regulatory body (such as ASIC, AUSTRAC or the ATO) or upon a court order. We also disclose information about your investments to your financial adviser or your authorised representative whose names appear on your application form. Otherwise, we will not disclose your personal information to any other external parties unless required by law.

In many circumstances you can request access to personal information we hold about you. Sometimes, it is not possible for us to give you access, in which case we will explain why. You may also ask us to correct information which we hold about you which is inaccurate, incomplete or out of date. Our full privacy policy is available on our website at www.aberdeenasset.com.au or by contacting the Aberdeen Client Services team on 1800 636 888.

3. Investor contact details (Address must be investor's own details)

Postal address																									
c/- (if applicable)																									
Suburb																					State				
Postcode					Country																				
Phone numbers	(AH)											(BH)													
	(Mob)											(Fax)													
Email - Investor 1																									
Email - Investor 2																									

Address for correspondence (leave blank if same as above)

Name																									
Postal address																									
c/- (if applicable)																									
Suburb																					State				
Postcode					Country																				

4. Where and how much to invest - see section 6 (new investment) or section 8 (additional investment) of the PDS for more details.

<input type="checkbox"/> New Investment (Minimum initial investment is A\$20,000)	<input type="checkbox"/> Additional Investment (Minimum additional investment is A\$5,000)
Amount (all investments must be made in Australian dollars) \$ <input type="text"/> , <input type="text"/> , <input type="text"/> . <input type="text"/>	
Please indicate how payment will be made:-	
<input type="checkbox"/> Cheque (RBC Dexia on a/c of Aberdeen Investments) The cheque should be drawn on an Australian bank account.	
<input type="checkbox"/> Electronic transfer (Account name: RBC Dexia on a/c of Aberdeen Investments. BSB: 083 001 Account Number: 871692399)	

5. Distributions - see section 8 of the PDS for more details (if no box is ticked, distributions will be automatically reinvested).

<input type="checkbox"/> Automatic reinvestment	<input type="checkbox"/> Payment by cheque	<input type="checkbox"/> Payment by direct deposit into the following Australian bank account																						
Name of bank:																								
Account name:																								
BSB:					Account Number:																			

6. Annual Financial Report

I/We would like to receive an Annual Financial Report for the relevant Fund each year. (We will notify you when the report becomes available if you do not choose to receive the report.) You may change your election at any time. Yes

7. Adviser Service Fee (optional) - see section 7 of the PDS for more details.

Complete this section if you have agreed with your financial adviser to have this fee deducted from your investment and paid to your financial adviser or if you wish to appoint a financial adviser. By completing this section you consent to give your financial adviser access to your information and authorise the financial adviser to make enquiries on your behalf for all Funds.

Percentage per annum to be deducted as Adviser Service Fee	<input type="text"/> . <input type="text"/>	% (min 0.25% pa, calculated and paid quarterly)	or	<input type="checkbox"/> nil																				
Adviser name															AFSL Number									
Adviser address																								

7. Adviser Service Fee (optional) - continued

Suburb																			State		
Postcode					Country																
Phone numbers	(AH)									(BH)											
	(Mob)									(Fax)											
Email																					
Payment will be made by direct deposit into the following Australian bank account (we are unable to transfer to overseas bank accounts)																					
Name of bank:																					
Account name:																					
BSB:					Account Number:																

8. Authorised representative (optional) - see section 6 of the PDS for more details.

I / We have read, and agree to, the conditions applying to the appointment of an authorised representative in section 6 of this PDS.

Once you appoint an authorised representative, the representative can (without limitation):

- make additional investments on your behalf;
- request that income distribution instructions be altered;
- redeem all or part of your investment in any fund and direct where redemptions shall be paid; and
- enquire and obtain copies in relation to the status of your investment.

By completing the relevant sections on authorised representatives on the application form you release, discharge and agree to indemnify Aberdeen, RBC Dexia or SSAL from and against any and all losses, liabilities, actions, proceedings, account, claims and demands arising from Aberdeen, RBC Dexia or SSAL acting on the instructions of your authorised representative.

You also agree that any instructions of your authorised representative to Aberdeen, RBC Dexia or SSAL, which are followed by Aberdeen, RBC Dexia or SSAL, shall be a complete satisfaction of Aberdeen's, RBC Dexia's or SSAL's obligations, notwithstanding any fact or circumstances, including that the instructions were made without your knowledge or authority. You agree that if the authorised representative's instructions are followed by Aberdeen, RBC Dexia or SSAL, you and any person claiming through or under you shall have no claim against Aberdeen, RBC Dexia or SSAL in relation to those instructions.

Authorised representative details

Surname																					
Given name (s)																					
Title	<input type="checkbox"/> Mr	<input type="checkbox"/> Mrs	<input type="checkbox"/> Miss	<input type="checkbox"/> Ms	<input type="checkbox"/> Dr																
Postal address																					
Suburb																			State		
Postcode					Country																
Phone numbers	(AH)									(BH)											
	(Mob)									(Fax)											
Email																					
Phone numbers	(AH)									(BH)											
Signature of authorised representative											Date	<input type="text"/>	/	<input type="text"/>	/	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>		
Signature of applicant (s)											Date	<input type="text"/>	/	<input type="text"/>	/	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>		

9. Privacy - see section 9 of the PDS for more details.

Your personal information provided on this application form is required to comply with the relevant laws and is necessary to process your investment, administer your account, and for Aberdeen to communicate with you about the Fund.

The collection of your TFN or ABN is authorised by Australian tax laws. Failure to quote a TFN is not an offence. If not quoted, tax will be deducted from your distributions to meet ATO requirements. Collection of TFN information is authorised and its use and disclosure are strictly regulated by tax and privacy laws. Each joint applicant must quote a TFN. We may request further information from you from time to time to satisfy our tax and other regulatory obligations.

No, I do not wish to receive education and marketing information about the Fund or other funds managed by Aberdeen.

10. Declaration and signatures

I/we being the investor(s):

- represent and warrant that I/ we have the power and are duly authorised to invest in and hold Units in the Fund;
- represent and warrant that I/ we have read and understood the current PDS and any supplementary PDS prior to completing this application form;
- agree to be bound by and comply with the Constitution of the relevant Fund;
- if receiving this PDS from the internet or other electronic means, declare to have received all pages of this PDS including the application form before making this application for Units in the Fund;
- acknowledge that neither Aberdeen nor their employees or associates guarantees or has made any representation as to the future performance of the Fund, the maintenance or repayment of capital or any particular future rate of return;
- if resident in a jurisdiction other than Australia represent and warrant that I/we may invest in the Fund without the offer contained in this current PDS being registered with, or otherwise regulated by, the relevant regulator of that jurisdiction;
- by providing your email address you agree that we may use this address to provide you with information about your investment (such as investment reports, statements and other material); and
- declare that all details provided in this application form are true and correct in every respect and may and will be relied upon by Aberdeen.

Date	<input type="text"/> / <input type="text"/> / <input type="text"/>	
Individual	Signature 1:	Signature 2: (if joint account)
Company Trust Superannuation	Signature - Director/Trustee	Signature - Director/Secretary/Trustee
Name	<input type="text"/>	Name <input type="text"/>
If you are applying as a company, this form must be signed by either 2 directors or a director and a company secretary. If the company is a sole director/ sole secretary company, only the sole director's signature is required.		
Partnership	Signature 1 - Partner 1	Signature 2 - Partner 2 (if required by the partnership deed)
Name	<input type="text"/>	Name <input type="text"/>

Important notes

- Receipt of investments: Applications for investments received and accepted by 2pm (Sydney time) (subject to the receipt of payment by 9am the following Business Day) on any Business Day will be processed at that Business Day's application price. Applications received and accepted after 2pm (Sydney time) on any Business Day will be processed using the application price applicable on the next Business Day.
- In relation to trust investors, only the trustee has rights and obligations under the Fund.
- Joint applicants will be assumed as joint tenants (unless otherwise notified) and both applicants must sign the form.
- If signed under a power of attorney, the attorney hereby certifies that he or she has not received notice of revocation of that power. The power of attorney, or a certified copy, must be sent with this application form, if not previously provided.

11. Identification and Verification form – Individuals and sole traders

All investors applying for a new Aberdeen account **must** complete the identification procedures (for the purposes of Anti-Money Laundering and Counter-Terrorism Financing laws).

This form is to assist with those procedures for individuals and sole traders. If you are not an individual or sole trader (for example, a company or trust) you or your financial adviser must complete a different form, which can be obtained from our website at www.aberdeenasset.com.au, or by phoning the Aberdeen Client Service team on 1800 636 888.

If you have provided an Identification and Verification form to Aberdeen previously, then you do not need to complete another form unless your details have changed.

Please note: For joint accounts a separate form is required for each investor.

Investors with a financial adviser

Financial advisers can complete the identification and verification procedures by completing sections A to D of this form or by using other industry standard forms.

Investors without a financial adviser

If you do not have a financial adviser you are required to complete sections A and B of this form and provide certified copies of the ID documents (do not send original documents).

Certifying documents

The list of the parties who can certify copies of the ID documents is set out below. To be correctly certified we need the copies of the ID documents to clearly note 'True copy of the original document'. The party certifying the copies of the ID documents will also need to state what position they hold and sign and date the certified copies. If this certification does not appear, you may be asked to send in new certified documents.

List of persons who can certify copies of ID documents:

- Justice of the Peace
- Solicitor
- Police Officer
- Magistrate
- Notary Public (for the purposes of the Statutory Declaration Regulations 1993)
- Employee of Australia Post (with two or more years of continuous service)
- Your financial adviser (provided they have two or more years of continuous service to an AFS Licencee)
- Your accountant (provided they have two or more years of continuous membership to a professional accounting body)
- Australian consular officer or an Australian diplomatic officer (within the meaning of the Consular Fees Act 1955).

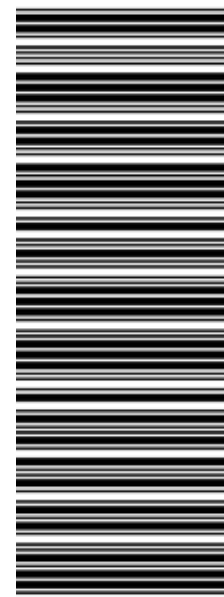
Section A: Personal details

Please note: For joint accounts a separate form is required for each investor.

Surname																									
Full given name (s)																									
Date of birth																									
Residential address (PO Box is NOT acceptable)																									
Street																									
Suburb																			State						
Postcode					Country																				

Complete this section if individual is a sole trader

Full business name of sole trade (if any)																									
Australian Business Number (ABN) (if any)																									
Principal place of business address (if any) (PO Box is NOT acceptable)	<input type="checkbox"/> Same as residential address, or																								
Street																									
Suburb																			State						
Postcode					Country																				



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11. Identification and Verification form – Individuals and sole traders

Section B: Verification procedure

Part 1 Acceptable primary ID documents – please attach a certified copy

Complete Part 1 (or if the individual or sole trader does not own a document from Part 1, then complete either Part 2 OR Part 3).

Tick Select **ONE** valid option from this section only

<input type="checkbox"/>	Australian State/Territory driver's licence containing a photograph of the person
<input type="checkbox"/>	Australian passport (a passport that has expired within the preceding two years is acceptable)
<input type="checkbox"/>	Card issued under a State or Territory for the purpose of proving a person's age containing a photograph of the person
<input type="checkbox"/>	Foreign passport or similar travel document containing a photograph and the signature of the person ¹

Part 2 Acceptable secondary ID documents – please attach certified copies

Should only be completed if the individual does not own a document from Part 1. Tick Select **ONE** valid option from this section.

<input type="checkbox"/>	Australian birth certificate	<input type="checkbox"/>	Australian citizenship certificate	<input type="checkbox"/>	Pension card issued by Centrelink	<input type="checkbox"/>	Health card issued by Centrelink
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Tick **AND ONE** valid option from this section

<input type="checkbox"/>	A document issued by the Commonwealth or a State or Territory within the preceding 12 months that records the provision of financial benefits to the individual and which contains the individual's name and residential address.
<input type="checkbox"/>	A document issued by the Australian Taxation Office within the preceding 12 months that records a debt payable by the individual to the Commonwealth (or by the Commonwealth to the individual), which contains the individual's name and residential address.
<input type="checkbox"/>	A document issued by a local government body or utilities provider within the preceding three months which records the provision of services to that address or to that person (the document must contain the individual's name and residential address)
<input type="checkbox"/>	If under the age of 18, a notice that was issued to the individual by a school principal within the preceding three months; and contains the name and residential address; and records the period of time that the individual attended that school

Part 3 Acceptable foreign ID documents – please attach certified copies

Should only be completed if the individual does not own a document from Part 1 OR Part 2. Tick **BOTH** documents from this section must be presented.

<input type="checkbox"/>	Foreign driver's licence that contains a photograph of the person in whose name it is issued and the individual's date of birth ¹
<input type="checkbox"/>	National ID card issued by a foreign government containing a photograph and a signature of the person in whose name the card was issued ¹

Section C: Record of verification procedure - FINANCIAL ADVISER USE ONLY

Verify the **individual's** or **sole trader's** full name and date of birth **OR** residential address.

Receipt of a completed form will constitute your agreement as a reporting entity that:

1. you have completed the identification and verification of the investor in accordance with the Anti-Money Laundering and Counter-Terrorism Financing laws;
2. you will provide to Aberdeen a copy of, or access to, your records to demonstrate this if requested; and
3. you are authorised to sign on behalf of the AFS Licensee.

ID document details	Document 1				Document 2			
Verified from	<input type="checkbox"/>	Original	<input type="checkbox"/>	Certified copy	<input type="checkbox"/>	Original	<input type="checkbox"/>	Certified copy
Document issuer	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Issue date	<input type="text"/>	<input type="text"/>	/	<input type="text"/>	<input type="text"/>	/	<input type="text"/>	<input type="text"/>
Expiry date	<input type="text"/>	<input type="text"/>	/	<input type="text"/>	<input type="text"/>	/	<input type="text"/>	<input type="text"/>
Document number	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Accredited English translation	<input type="checkbox"/>	N/A	<input type="checkbox"/>	Sighted	<input type="checkbox"/>	N/A	<input type="checkbox"/>	Sighted

Section D: Financial adviser details – identification and verification conducted by:

Date verified	<input type="text"/>	<input type="text"/>	/	<input type="text"/>	<input type="text"/>	/	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Financial adviser's name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Phone number	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
AFS Licencee name	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
AFSL No.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

¹ Documents that are written in a language that is not English must be accompanied by an English translation prepared by an accredited translator.

12. Definitions

KEY	SUMMARY
Aberdeen, we, us, our	Aberdeen Asset Management Limited (ABN 59 002 123 364), AFSL No. 240263. Aberdeen is the issuer of the units, responsible entity and investment manager of the Fund.
Aberdeen Group or Group	Aberdeen Asset Management PLC and its related bodies corporate.
ABN	Australian Business Number.
ACN	Australian Company Number.
AFS Licence	Australian financial services licence as defined in the Corporations Act.
APIR	This is a unique code for products in the financial services industry.
ARSN	Australian Registered Scheme Number.
ASIC	Australian Securities and Investments Commission.
ASX	Australian Stock Exchange Limited.
ATO	Australian Taxation Office.
A\$	Australian dollar.
Business Day	Any day other than a Saturday or a Sunday on which banks are open for general banking business in Sydney, Australia.
CGT	Australian capital gains tax.
Constitution	The constitution of a Fund, which has been lodged with ASIC in accordance with Chapter 5C of the Corporations Act.
Corporations Act	Corporations Act 2001 (Cth).
Distribution Record Date	The date on which an investor must be registered as a Unitholder of the Fund in order to receive the Fund's distributable income (if any).
Fund	The Aberdeen Australian Equities Fund.
GST	Goods & Services Tax as defined in A New Tax System (Goods & Services Tax) Act 1999.
Inception	The date the Fund first received monies from investors (which may be different from the date the Fund was registered with ASIC or the date the Fund was first sold through a disclosure document).
IDPS Provider	Investor directed portfolio service, as defined in ASIC Class Order 02/294 and includes master trusts, wrap accounts, or an investor directed portfolio service-like scheme.
Liquid	Funds are liquid if at least 80% of the assets of the Fund are liquid assets. Broadly, liquid assets are money in an account or on deposit with a financial institution, bank accepted bills, marketable securities, other prescribed property and other assets that we reasonably expect can be realised for their market value within the period specified in the Constitution for satisfying withdrawal requests while the Fund is liquid.
PDS	Product Disclosure Statement.
Pricewaterhouse Coopers	The auditor of the Fund's financial statement and compliance plan.
RBC Dexia Investor Services Trust	The registrar of the Fund.
Responsible Entity	Aberdeen Asset Management Limited (ABN 59 002 123 364), AFSL No. 240263.
Retail Client	As defined in section 761G of the Corporations Act. Generally you will be a retail client in relation to an investment in a Fund unless: <ul style="list-style-type: none"> • you are making investments of over A\$500,000; • the investment is provided in connection with a business (other than a small business); • you are a high net worth individual (net assets of at least A\$2.5 million or gross income in the last 2 financial years of A\$250,000 a year); or • you are a professional investor (as defined in the Corporations Act).
RITC	Reduced input tax credits. Suppliers of financial products are not usually required to pay GST but they also cannot claim input tax credits for GST they pay to acquire goods and services. However, on certain types of acquisitions, such suppliers can claim 75% of the input tax credits. This amount is called a reduced input tax credit.
State Street Australia Limited	The administrator and custodian of the Fund.
TFN	Australian Tax File Number.
Wholesale Client	A client that is not a Retail Client.
Unit	A unit in the relevant Fund which represents the value of your investment in the Fund.
Unitholder	The holder of a Unit.







Responsible entity and registered address

Aberdeen Asset Management Limited

ABN 59 002 123 364

AFS Licence No. 240263

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GPO Box 4306 Sydney NSW 2001

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